

# **EXHIBIT 3**

**UNITED STATES DISTRICT COURT  
DISTRICT OF NEW JERSEY**

**IN RE: INSULIN PRICING  
LITIGATION**

**CASE NO. 2:23-MD-03080  
MDL NO. 3080**

**DECLARATION OF RANI  
HABASH IN SUPPORT OF PBM  
DEFENDANTS' OPPOSITION TO  
PLAINTIFFS' MOTION TO  
COMPEL**

**THIS DOCUMENT RELATES TO:  
ALL TRACKS**

I, Rani Habash, hereby declare pursuant to 28 U.S.C. § 1746 as follows:

1. I submit this declaration in support of the PBM Defendants' Opposition to Plaintiffs' Motion to Compel Responses to Compass Lexecon Subpoena to Produce Documents. I am over the age of 21 and am capable of making this declaration. I have personal knowledge of the facts herein stated and, if called and sworn as a witness, could and would testify to the same.

2. I am a partner at Dechert, LLP. In that role, among other things, I represent CVS Health Corporation, CVS Pharmacy, Inc., Caremark Rx, L.L.C., CaremarkPCS Health, L.L.C., and Caremark, L.L.C. (collectively, "CVS Caremark"), in various matters, including the Federal Trade Commission's (FTC)

enforcement action. CVS Caremark along with Evernorth Health, Inc., Express Scripts, Inc., Express Scripts Administrators, LLC, ESI Mail Pharmacy Service, Inc., Express Scripts Pharmacy, Inc., Medco Health Solutions, Inc., and The Cigna Group (collectively, “Express Scripts”) and OptumRx, Inc. are referred to herein as pharmacy benefit managers or “PBMs.”<sup>1</sup>

3. In June 2022, the Federal Trade Commission (“FTC”) issued a 6(b) order commencing a study focusing on PBMs’ role in the pharmaceutical marketplace. The study was not focused on diabetes medications or rebating practices, which constitute only one of many parts of the study. In the course of responding to the FTC’s order, the PBMs produced to the FTC a large number of documents, including data. The data was not limited to diabetes medications. The same day that the FTC issued the order, FTC commissioners made comments illustrating that they planned to follow the study with an enforcement action.

4. On May 18, 2023, my firm—along with Rule Garza Howley, LLP (representing Express Scripts) and Gibson, Dunn & Crutcher LLP (representing OptumRx) (collectively, “Outside Counsel”) retained Dr. Dennis Carlton and his firm, Compass Lexecon, in anticipation of future litigation against the PBMs,

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<sup>1</sup> Although some of these entities may not themselves be PBMs, I refer to them within the definition of PBMs for ease of reference.

particularly out of a concern that the FTC would initiate enforcement actions against the PBMs or that the 6(b) study would trigger other private lawsuits.

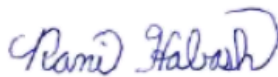
5. Outside Counsel worked with Dr. Carlton for over a year to develop his analysis. This included regular meetings between Outside Counsel and Mr. Carlton and regular consultations and communications with Dr. Carlton, including drafts of his analysis. Practically all communications with Mr. Carlton were with Outside Counsel without the PBMs' employees.

6. Ultimately, the FTC issued Interim Staff Reports in July 2024 and January 2025. Given the representations the FTC made to the public, the final Carlton Report was released to the public as well.

7. The PBMs and Outside Counsel have maintained the confidentiality of the privileged communications with Dr. Carlton and Compass Lexecon and the work product underlying the report.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed this 30th day of May, 2025 in Washington, DC.

  
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Rani Habash